

Robert Yaquinto, Jr.
State Bar No. 22115750
SHERMAN & YAQUINTO, L.L.P.
509 N. Montclair Avenue
Dallas, TX 75208-5498
214/942-5502 Fax: 214/946-7601
ATTORNEY FOR TRUSTEE

IN THE UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

IN RE:

PREMISE MEDIA HOLDINGS, LP

DEBTOR

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CASE NO. 09-38751-BJH-7

**AMENDED APPLICATION TO EMPLOY ROSEN SYSTEMS, INC.
AS AUCTIONEER/LIQUIDATOR**

TO THE HONORABLE BARBARA J. HOUSER, U.S. BANKRUPTCY COURT:

Robert Yaquinto, Jr., Trustee in the above bankruptcy proceeding, files this Amended Application to Employ Rosen Systems, Inc. as Auctioneer/Liquidator for the purpose of selling the assets of the estate, and respectfully shows the Court the following:

1. This case was commenced under Chapter 7 of the Bankruptcy Code on December 29, 2009. Robert Yaquinto, Jr. was subsequently appointed Trustee of the bankruptcy estate.
2. This court entered an Order on May 13, 2010 employing Rosen Systems, Inc. To sell a portion of the assets of the case, including, camera equipment, computer equipment and production equipment.
3. The Trustee now desires to employ Rosen Systems, Inc. to auction and sell **That certain feature-length motion picture ("Picture") entitled "Expelled: No Intelligence Allowed" and all collateral, allied, ancillary, subsidiary and merchandising rights therein and thereto, and all properties and things of value pertaining thereto (as used in this paragraph, the term "Picture" shall mean and include the Picture**

4. Pursuant to 11 U.S.C. §327(a), Applicant desires to employ Rosen to conduct an online sale of the assets of the estate. Based on the affidavit of Rosen Systems, Inc., attached as Exhibit A to this application, Applicant believes and represents that Rosen is a “disinterested person” as the that term is defined by 11 U.S.C. §101(14), and that Rosen has no interests which are adverse to those of the estate.

5. Rosen agrees to conduct an auction/liquidation sale as follows: compensation shall be limited to the ten percent (10%) “buyer’s premium” paid by the buyers plus reimbursement of reasonable out-of-pocket expenses, such as labor and advertising, as approved by the court.

Robert Yaquinto, Jr., Trustee, prays that he be authorized to employ Rosen Systems, Inc., as auctioneer/liquidator to sell the assets of the estate in the manner set out in this application; and for such other and further relief to which the estate may be justly entitled.

ANY PARTY WISHING TO RESPOND TO THIS NOTICE MUST FILE THE RESPONSE WITH THE U.S. BANKRUPTCY CLERK, 1100 COMMERCE STREET, ROOM 1254, DALLAS, TEXAS 75242, AND SERVE A COPY ON THE TRUSTEE AT 509 N. MONTCLAIR AVENUE, DALLAS, TEXAS 75208, WITHIN 24 DAYS OF THE SERVICE OF THIS NOTICE.

IF A RESPONSE IS FILED AND SERVED TIMELY, A HEARING WILL BE SCHEDULED WITH NOTICE TO THE RESPONDING PARTY ONLY. IF NO RESPONSE IS FILED AND TIMELY SERVED ON THE TRUSTEE, THE COURT MAY DEEM THIS NOTICE UNOPPOSED AND MAY ENTER AN ORDER GRANTING THE RELIEF REQUESTED WITHOUT FURTHER NOTICE TO ANY PARTY.

Respectfully submitted,

/s/ Robert Yaquinto, Jr.

Robert Yaquinto, Jr.

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ATTORNEY FOR TRUSTEE

CERTIFICATE OF SERVICE

I certify that a true and correct copy of the foregoing ***AMENDED APPLICATION TO EMPLOY ROSEN SYSTEMS, INC. AS AUCTIONEER/LIQUIDATOR*** was forwarded by electronic transmission or first-class mail, postage prepaid, to the parties included on the attached Service List, on this 7TH day of June, 2011.

/s/ Robert Yaquinto, Jr.

Robert Yaquinto, Jr.

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IN RE:

PREMISE MEDIA HOLDINGS, LP

DEBTOR

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CASE NO. 09-38751-BJH-7

AFFIDAVIT OF PROPOSED AUCTIONEER/LIQUIDATOR

THE STATE OF TEXAS

COUNTY OF DALLAS

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I, Michael D. Rosen, hereby make this solemn oath:

1. I am an auctioneer, duly certified to liquidate assets at public and private sale in the State of Texas.

2. I do business as an auctioneer/liquidator under the firm name of Rosen Systems, Inc.
The firm maintains offices at 17744 Preston Road, Suite 100, Dallas, TX 75252.

3. The firm has been asked to conduct a sale of the assets of the above bankruptcy estate.

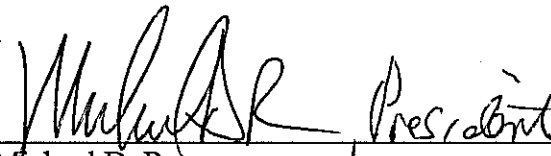
4. After a diligent review, I have determined that the firm has no connection with the above-named Debtors, their creditors, or any other party-in-interest or their respective attorneys.

The firm is on the U.S. Trustee's authorized list of auctioneers.

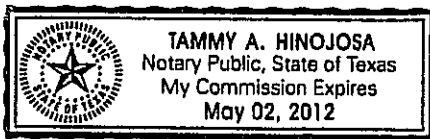
**AMENDED APPLICATION TO EMPLOY ROSEN SYSTEMS, INC.
AS AUCTIONEER/LIQUIDATOR**

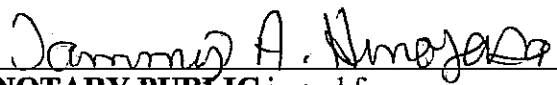
5. I represent that the firm is a "disinterested person" as defined in 11 U.S.C. §101(14) and that it has no interests adverse to those of the estate.

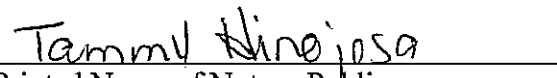
Further Affiant Sayeth Not.


Michael D. Rosen

1 **SUBSCRIBED AND SWORN TO BEFORE ME** by **MICHAEL D. ROSEN**, this day of JUNE, 2011.




NOTARY PUBLIC in and for
the State of Texas


Printed Name of Notary Public
Commission Expires: 5/2/12

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